

**To: Bucharest Stock Exchange  
Financial Supervisory Authority**

Current report according to Article 234 para. (1) letter b) of the Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations, as well as the provisions of Article 99 letter a) of the Code of the Bucharest Stock Exchange, Title II, Issuers and Financial Instruments

**Important events to be reported:**

## **Requests to Supplement the Convening notice of the Ordinary General Meeting of Shareholders of Fondul Proprietatea S.A. convened for 30 / 31 March 2026**

Franklin Templeton International Services S.À R.L., as alternative investment fund manager and sole director (the “**Fund Manager**”) of Fondul Proprietatea SA (the “**Fund**” or “**Fondul Proprietatea**”), would like to inform shareholders that, on 2 March 2026, it received two requests to add new items on the agenda of the Ordinary General Shareholders Meeting (“**OGSM**”) of Fondul Proprietatea convened for 30/31 March 2026, as follows:

- (1) from the shareholder LION CAPITAL S.A., holding 8.7383% of Fondul Proprietatea’s share capital, according to the supporting documents provided by the shareholder; and
- (2) from certain shareholders of the Fund holding together more than 5% of the Fund’s share capital, according to the supporting documents provided by the shareholders.

Attached to this report are the two requests to supplement the agenda of the OGSM, which will remain published on the Fund’s website within the *News* section, with a corresponding link within the *Frequently Asked Questions* section.

The Fund Manager shall carry out all necessary formalities for the completion of the Ordinary General Meeting of Shareholders Convening Notice, after the analysis and inclusion of all items on the agenda, with a view to ensuring the enforcement of the resolutions adopted by the meeting.

**Franklin Templeton International Services S.À R.L. in its capacity of alternative investment fund manager and sole director of FONDUL PROPRIETATEA S.A.**

**Călin METEȘ**  
Substitute to Permanent Representative as per the FTIS Decision no. 9/20.06.2025

**Report date:**  
3 March 2026

**Name of the issuing entity:**  
Fondul Proprietatea S.A.

**Registered office:**  
76-80 Buzesti Street  
7<sup>th</sup> floor, district 1,  
Bucharest, 011017

**Phone/fax number:**  
Tel.: + 40 21 200 96 00  
Fax: +40 31 630 00 48

**Email:**  
[office@fondulproprietatea.ro](mailto:office@fondulproprietatea.ro)

**Internet:**  
[www.fondulproprietatea.ro](http://www.fondulproprietatea.ro)

**Sole Registration Code with the Trade Register Office:**  
18253260

**Order number in the Trade Register:**  
J2005021901408

**Subscribed and paid-up share capital:**  
RON 1,664,407,948.32

**Number of shares in issue and paid-up:**  
3,200,784,516

**Regulated market on which the issued securities are traded:**  
Shares on Bucharest Stock Exchange

*Unofficial translation of the document communicated to the Fund Manager by the requesting shareholders. In case of any discrepancies, please refer to the document in the Romanian language.*

FP registration no. 176/02.03.2026

LC no. 274/ 2 March 2026

To

Fondul Proprietatea S.A.

Str. Buzești no. 76-80, 7th floor, sector 1, Romania,

Trade Register No. J2005021901408, Unique Registration Code 18253260

[office@fondulproprietatea.ro](mailto:office@fondulproprietatea.ro) and [investor.relations@fondulproprietatea.ro](mailto:investor.relations@fondulproprietatea.ro)

The undersigned, Lion Capital S.A., headquartered in Arad, Calea Victoriei no. 35A, Arad County, registered at the Trade Register under no. J1992001898023, holding unique registration code RO2761040, holder of 279,694,171 shares issued by Fondul Proprietatea S.A., representing 8.7383% of the share capital of Fondul Proprietatea S.A., request, on the basis of art. 1171 of Law no. 31/1990, art. 105 para. (3) letter a) and para. (5) of Law no. 24/2017 and art. 189 of ASF Regulation no. 5/2018, the inclusion of the following items on the agenda of the Ordinary General Meeting of Shareholders of Fondul Proprietatea S.A. (hereinafter also referred to as “the company” or “Fondul Proprietatea”), convened for 30/31 March 2026 (hereinafter also referred to as “the meeting”):

**1. Immediate revocation of Mr. Matej Rigelnik from his position as member of the Board of Nominees of Fondul Proprietatea.**

The justification for including this item on the meeting agenda is due to the failure of the Board of Nominees member to comply with Resolution no. 19/29.09.2025 of the Ordinary General Meeting of Shareholders of Fondul Proprietatea, which established “approval of the initiation by the Board of Nominees of a new, simplified, transparent and efficient selection process for an alternative investment fund manager (“AIFM”) and sole manager of Fondul Proprietatea, a selection process that will not exceed 150 days (...)”. By the Board of Nominees’ proposal to grant a new four-year mandate to the manager Franklin Templeton International Services S.à.r.l., Mr. Matej Rigelnik breached the mandate given by the General Meeting of Shareholders, acting contrary to the decisions of the supreme governing body of Fondul Proprietatea and violating the loyalty obligation provided in art. 18 para. (1) of the Constitutive Act of Fondul Proprietatea.

According to art. 12 para. (2) letter c) of the Constitutive Act of Fondul Proprietatea, the Ordinary General Meeting of Shareholders has the authority to revoke members of the Board of Nominees, being able to revoke them at any time. Therefore, the meeting may revoke the member at any time, even without justification.

**2. The appointment of a member of the Board of Nominees of Fondul Proprietatea in the vacant position resulting from the revocation of Mr. Matej Rigelnik. The mandate of the new member of the Board of Nominees will begin on the date the candidate appointed by the Ordinary General Meeting of Shareholders accepts this mandate and will end on 30.03.2029.**

The justification for including this item on the meeting agenda is due to the necessity of filling the position of Board of Nominees member in case of the revocation of Mr. Matej Rigelnik as a member of the Board of Nominees, considering that, according to art. 15 para. (1) of the Constitutive Act of Fondul Proprietatea, the Board of Nominees consists of five members. Also, art. 16 para. (5) first sentence of the Constitutive Act of Fondul Proprietatea provides that “In case of vacancy of one or more members of the Board of Nominees, the General Meeting of Shareholders shall be urgently convened for the appointment of new members.”

This item will be put to a vote if the revocation of Mr. Matej Rigelnik from the position of Board of Nominees member is approved.

**3. The Board of Nominees will conduct a simplified, transparent, and efficient selection process for an alternative investment fund manager (“AIFM”) and sole director of Fondul Proprietatea, with the following candidate evaluation criteria to be applied by the Board of Nominees: (a) the proposed alternative investment fund manager and sole director must demonstrate, at the date of submission and completion of the selection process, the management of assets at least equal to the value of Fondul Proprietatea’s assets; (b) the alternative investment fund manager must be authorized and have at least ten (10) years of uninterrupted activity; (c) if the selected alternative investment fund manager is authorized as an AIFM in an EU member state, management of Fondul Proprietatea must be carried out through a branch opened in Romania; (d) evaluation of candidates for manager will be carried out by the Board of Nominees based on a scoring grid where (i) the financial offer proposed by the candidate will have a weight of 40% in the final evaluation, (ii) the investment strategy proposed by the candidate will have a weight of 30% in the final evaluation, (iii) the candidate’s performance history will have a weight of 30% in the final evaluation.**

**The Board of Nominees will develop and apply the rules and procedures for evaluating candidates for the position of sole director of Fondul Proprietatea in accordance with**

**the criteria established by the General Meeting of Shareholders for evaluating candidates for the position of sole director of Fondul Proprietatea.**

**The selection process for the sole director will observe the following deadlines and conditions: (i) submission of candidates' offers for the position of manager of Fondul Proprietatea will be made by 20 April 2026 and will comprise the candidate's financial offer, proposed investment strategy, and performance history; (ii) the assumed director mandate will have a duration of four years; (iii) completion of the selection process for the sole director of Fondul Proprietatea will occur by 29 June 2026.**

**The Board of Nominees will have an expense budget of RON 500,000 for consultancy and other costs related to the selection process for the sole director of Fondul Proprietatea.**

**After completion of the selection process, the Board of Nominees will prepare a report indicating all eligible candidates and will present to the General Meeting of Shareholders the candidates with their offers and the score obtained by each following their evaluation, for the selection by the General Meeting of Shareholders of the director of Fondul Proprietatea.**

**After completion of the selection process, the company will convene the Ordinary General Meeting of Shareholders of Fondul Proprietatea for 15 August 2026, having on the agenda the election of the alternative investment fund manager and sole director of Fondul Proprietatea, respecting all legal requirements and formalities.**

The justification for including this item on the meeting agenda is given by the necessity of continuing the selection process for the Sole Director, considering the expiration on 26.02.2026 of the 150-day term granted by Resolution no. 19/29.09.2025 of the Ordinary General Meeting of Shareholders of Fondul Proprietatea.

The selection process must be conducted based on clear criteria to ensure that each candidate for manager of Fondul Proprietatea is evaluated fairly, resulting in an objective ranking of candidates based on their performance and financial offers. These criteria ensure that shareholders are informed about the candidates and the score obtained by each, so they may choose the candidate with the highest likelihood of delivering strong, risk-adjusted returns in line with Fondul Proprietatea's objectives. It is also necessary to establish clear rules for the objective evaluation and selection of the sole manager of Fondul Proprietatea, to be applied uniformly by the Board of Nominees to all candidates wishing to occupy the position of sole manager of Fondul Proprietatea.

Given the failure to comply with the previous deadline for completion of the manager selection process, it is necessary to set clear deadlines and conditions for the Board of

Nominees for the completion of the manager selection process, as well as a budget to cover the necessary expenses for proper execution of the selection process.

We request the sole director Franklin Templeton International Services S.à.r.l. to supplement the convening notice of the Ordinary General Meeting of Shareholders of Fondul Proprietatea on 30.03.2026 with the points mentioned above and to establish, pursuant to the provisions of FSA Regulation no. 5/2018 regarding issuers of financial instruments and market operations, as amended, the period during which proposals regarding candidates for the Board of Nominees positions may be made following publication of the amended convening notice.

We attach the following documents to this request:

- certificate issued by the Trade Registry for Lion Capital S.A. allowing its identification in the company's shareholder register kept by Depozitarul Central S.A. and its legal representative;
- account statement showing Lion Capital S.A.'s shareholder status in Fondul Proprietatea and the number of shares held by Lion Capital S.A. at Fondul Proprietatea;
- draft resolutions for the items proposed to be included on the agenda of the Ordinary General Meeting of Shareholders of Fondul Proprietatea on 30.03.2026.
- copy of the identity document of the legal representative of Lion Capital S.A.

This convening notice is sent with electronic signature to the email addresses of Fondul Proprietatea, namely [office@fondulproprietatea.ro](mailto:office@fondulproprietatea.ro) and [investor.relations@fondulproprietatea.ro](mailto:investor.relations@fondulproprietatea.ro).

President, Chief Executive Officer

Bogdan Alexandru Drăgoi

DRAGOI BOGDAN-

Digitally signed by DRAGOI BOGDAN-ALEXANDRU

Date: 03/02/2026

13:06:50 +02'00'

## [PROJECT]

### RESOLUTIONS

**Ordinary General Meeting of Shareholders of Fondul Proprietatea S.A.**

**on 30 March 2026**

#### **Resolution no. 1**

**The immediate revocation of Mr. Matej Rigelnik from his position as member of the Board of Nominees of Fondul Proprietatea is approved.**

with a majority of .....% of the validly cast votes, following the casting of a total number of ..... valid votes for a number of shares held by the shareholders present, represented or who have cast their vote by correspondence, representing .....% of the company's share capital, of which ..... votes "for", ..... votes "against" and "abstentions".

#### **Resolution no. 2**

**The appointment of Mr./Ms. .... as member of the Board of Nominees of Fondul Proprietatea in the vacant position resulting from the revocation of Mr. Matej Rigelnik is approved. The mandate of the new member of the Board of Nominees will begin on the date the candidate appointed by the Ordinary General Meeting of Shareholders accepts this mandate and will end on 30.03.2029.**

with a majority of .....% of the validly cast votes, following the casting of a total number of ..... valid votes for a number of shares held by the shareholders present, represented or who have cast their vote by correspondence, representing .....% of the company's share capital, of which ..... votes "for", ..... votes "against" and "abstentions".

#### **Resolution no. 3**

**The Board of Nominees is approved to conduct a simplified, transparent, and efficient selection process for an alternative investment fund manager ("AIFM") and sole director of Fondul Proprietatea with the following candidate evaluation criteria to be**

**applied by the Board of Nominees: (a) the proposed alternative investment fund manager and sole director must demonstrate, at the date of submission and completion of the selection process, the management of assets at least equal to the value of Fondul Proprietatea's assets; (b) the alternative investment fund manager must be authorized and have at least ten (10) years of uninterrupted activity; (c) if the selected alternative investment fund manager is authorized as an AIFM in an EU member state, management of Fondul Proprietatea must be carried out through a branch opened in Romania; (d) evaluation of candidates for manager will be carried out by the Board of Nominees based on a scoring grid where (i) the financial offer proposed by the candidate will have a weight of 40% in the final evaluation, (ii) the investment strategy proposed by the candidate will have a weight of 30% in the final evaluation, (iii) the candidate's performance history will have a weight of 30% in the final evaluation.**

**The Board of Nominees will develop and apply the rules and procedures for evaluating candidates for the position of sole director of Fondul Proprietatea in accordance with the criteria established by the General Meeting of Shareholders for evaluating candidates for the position of sole director of Fondul Proprietatea.**

**The selection process for the sole director will observe the following deadlines and conditions: (i) submission of candidates' offers for the position of manager of Fondul Proprietatea will be made by 20 April 2026 and will comprise the candidate's financial offer, proposed investment strategy, and performance history; (ii) the assumed director mandate will have a duration of four years; (iii) completion of the selection process for the sole director of Fondul Proprietatea will occur by 29 June 2026.**

**The Board of Nominees will have an expense budget of RON 500,000 for consultancy and other costs related to the selection process for the sole director of Fondul Proprietatea.**

**After completion of the selection process, the Board of Nominees will prepare a report indicating all eligible candidates and will present to the General Meeting of Shareholders the candidates with their offers and the score obtained by each following their evaluation, for the selection by the General Meeting of Shareholders of the director of Fondul Proprietatea.**

**After the completion of the selection process, the company will convene the Ordinary General Meeting of Shareholders of Fondul Proprietatea for 15 August 2026, having on the agenda the election of the alternative investment fund manager and sole director of Fondul Proprietatea, respecting all legal requirements and formalities**

with a majority of .....% of the validly cast votes, following the casting of a total number of ..... valid votes for a number of shares held by the shareholders present, represented or who have cast their vote by correspondence, representing .....% of the company's share capital, of which ..... votes "for", ..... votes "against" and "abstentions".

Respectfully,

President, Chief Executive Officer

Bogdan Alexandru Drăgoi

FONDUL PROPRIETATEA S.A.		
INTRARE	Nr.	178
IEȘIRE		
Ziua 02	Luna 03	Anul 2026

**REQUEST TO SUPPLEMENT THE AGENDA  
OF THE ORDINARY GENERAL MEETINGS OF SHAREHOLDERS OF FONDUL  
PROPRIETATEA S.A.**

**To: Fondul Proprietatea**

Address: Premium Point, Buzesti Street 76-80, 7th-8th floor, 1st District, Bucharest  
011017, Romania

Ljubljana, March 2, 2026

**Subject: Request to supplement the agenda of the Extraordinary and Ordinary  
General Meetings of Shareholders convened for 30 March 2026**

We, the undersigned shareholders holding **more than 7 %** of the share capital of Fondul Proprietatea S.A. (the "Company"), hereby request, in accordance with Article 117<sup>^</sup>1 of Companies' Law no. 31/1990 and Article 13 of the Company's Constitutive Act, the supplementation of the agenda of the General Meetings of Shareholders convened for 30 March 2026 (or 31 March 2026 for the second convening) with the following additional items:

**A. PROPOSALS FOR THE ORDINARY GENERAL MEETING (OGM)**

**Proposed Item 1:**

"Immediate revocation of Mr. Andrei-Octav Moise from the position as member of the Board of Nominees."

**Explanation for the Immediate Revocation of Mr. Andrei-Octav Moise**

Mr. Andrei-Octav Moise was appointed as a member of the Board of Nominees through the election of minority shareholders.

According to publicly available information, Mr. Moise has sold all of his shares in the Company. As a result, he no longer holds any ownership interest.

For these reasons, the immediate revocation of Mr. Andrei-Octav Moise from his position as a member of the Board of Nominees is justified.

**Equinox nepremičnine d.d.**

Matej Rigelnik, Executive  
Director

eSealed for:  
Matej Rigelnik  
mrigelnik@eqnx.si

Advanced eSeal (qualified  
certificate)  
Certificate owner: mSign  
eSealed at: 02.03.2026  
Certificate expires At: 04.04.2030

**Axor holding d.d.**

Peter Krivc, Executive  
Director

eSealed for:  
Peter Krivc  
PETER.KRIVC@AXOR.SI

Advanced eSeal (qualified  
certificate)  
Certificate owner: mSign  
eSealed at: 02.03.2026  
Certificate expires At: 04.04.2030

**Intus Invest d.o.o.**

Peter Krivc, Director

eSealed for:  
Peter Krivc  
peter.krivc@intus.si

Advanced eSeal (qualified  
certificate)  
Certificate owner: mSign  
eSealed at: 02.03.2026  
Certificate expires At:  
04.04.2030

**Matej Rigelnik**

eSealed for:  
Matej Rigelnik  
mrigelnik@eqnx.si

Advanced eSeal (qualified  
certificate)  
Certificate owner: mSign  
eSealed at: 02.03.2026  
Certificate expires At:  
04.04.2030